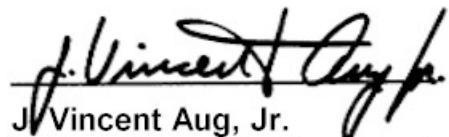


This document has been electronically entered in the records of the United States Bankruptcy Court for the Southern District of Ohio.

IT IS SO ORDERED.

Dated: September 26, 2006


J. Vincent Aug, Jr.
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

In re: : **Case No. 06-11210**

R.L. TORBECK INDUSTRIES, INC., : **Chapter 11**

Debtor. : **Judge J. Vincent Aug**

ORDER UNDER 11 U.S.C. §§ 327(e) AND 328 AUTHORIZING RETENTION OF
GRUEL MILLS NIMS & PYLMAN LLP NUNC PRO TUNC
AS SPECIAL COUNSEL FOR THE DEBTOR

Upon the Application filed August 7, 2006 (the “Application”) (Doc. 93) by the above-captioned debtor and debtor in possession (the “Debtor”), for entry of an order under 11 U.S.C. §§ 327(e) and 328 authorizing the Debtor to retain and employ the law firm of Gruel Mills Nims & Pylman LLP (“GMNP”) as special counsel; and upon the “Affidavit of Disinterestedness of Thomas R. Behm” (the “Behm Affidavit”) (Doc. 95), a partner in GMNP, and upon an indication from the Assistant U.S. Trustee that he has no objection to the retention of GMNP by the Debtor,

this Court finds that: (i) it has jurisdiction over the matters raised in the Application under 28 U.S.C. §§ 157 and 1334; (ii) venue of this matter is proper under 28 U.S.C. §§ 1408 and 1409; (iii) this matter is a core proceeding under 28 U.S.C. § 157(b)(2); (iv) the relief requested in the Application is in the best interests of the Debtor, its estate, its creditors, and other parties in interest; (v) adequate and proper notice of the Application has been given and that no other or further notice is necessary; (vi) no objections to approval of the Application have been filed; (vii) GMNP does not hold or represent any interest adverse to the Debtor's estate with respect to the matter on which GMNP is to be employed; and (viii) upon the record in this case, and after due deliberation thereon, good and sufficient cause exists for the granting of the relief requested in the Application as set forth herein.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED, except as modified herein.
2. Pursuant to 11 U.S.C. §§ 327(e) and 328, the Debtor, as debtor in possession, is authorized to retain and employ Gruel Mills Nims & Pylman LLP as special counsel, *nunc pro tunc*, as of April 29, 2006 to perform the services as set forth in the Application.
3. Gruel Mills Nims & Pylman LLP shall be compensated in accordance with the procedures set forth in the Agreed Final Cash Collateral Order (Doc. 52) entered by the Court and in 11 U.S.C. §§ 330 and 331, and such Bankruptcy Rules and Local Rules as may then be applicable from time to time, and such procedures as may be fixed by the Court.

Serve copies:

Henry E. Menninger, Jr.
Raymond J. Pikna, Jr.
Wood & Lamping LLP
600 Vine Street, Suite 2500
Cincinnati, OH 45202-2491
Email: hemenninger@woodlamping.com
Email: rjpikna@woodlamping.com

Matthew A. Montgomery, Esq.
William A. Huddleson, Esq.
Huddleson & Company, LPA
6061 Bridgetown Road
Cincinnati, Ohio 45248
Email: mattmontgomery@huddlesonlaw.com
Email: bhuddleson@huddlesonlaw.com

James C. Frooman, Esq.
Michael O'Grady, Esq.
Frost Brown Todd LLC
201 East Fifth St., Suite 2200
Cincinnati, OH 45202
Email: jfrooman@fbtlaw.com
Email: mjogrady@fbtlaw.com

Neal Weill, Esq.
Douglas Hawkins, Esq.
Office of U.S. Trustee
36 E. 7th St., Suite 2030
Cincinnati, OH 45202
Email: Doug.hawkins@usdoj.gov
Email: Neal.Weill@usdoj.gov

Thomas R. Yocom, Esq.
Benjamin Yocom & Heather LLC
312 Elm Street, Suite 1850
Cincinnati, Ohio 45202-2740
Email: tyocom@byhllaw.com

William M. Deters, Esq.
Ennis Roberts & Fischer Co. LPA
121 W. Ninth Street
Cincinnati, Ohio 45202
Email: wmddeters@erflegal.com

Patrick J. Keating, Esq.
Buckingham, Doolittle & Burroughs, LLP
50 S. Main Street
P.O. Box 1500
Akron, Ohio 44309-1500
Email: pkeating@bdblaw.com

O'Neal Steel Inc.
c/o Cynthia Orlopp
Regional Credit manager
841 N. Michigan
Shelbyville, IN 46176
corlopp@onealsteel.com

Kaiser-Losekamp, Inc.
c/o Dan Losekamp
10800 New Haven Road
Harrison, Ohio 45030
dan@klcbuilders.com

Metals USA Carbon Flat Rolled, Inc.
c/o Brian Schmidt, Treasurer
P.O. Box 999
Wooster, Ohio 44691-0999
bschmidt@metalsusa.com

Timothy Tepe
Schiff Kreidler-Shell
1 West Fourth Street
Cincinnati, Ohio 45202
ttepe@skskins.com

Donald W. Mallory
Dinsmore & Shohl LLP
1900 Chemed Center
255 East Fifth Street
Cincinnati, Ohio 45202
donald.mallory@dinslaw.com

Cindy Orlopp
Regional Credit Manager
O'Neal Steel, Inc.
P.O. Box 480
Shelbyville, IN 46176
corlopp@onealsteel.com

Michael G. Menkowitz, Esq.
Fox Rothschild LLP
2000 Market St., Tenth Floor
Philadelphia, PA 19103-3291
mmenkowitz@foxrothschild.com

Charles F. Hertlein, Jr.
Dinsmore & Shohl LLP
1900 Chemed Center
255 East 5th Street
Cincinnati, Ohio 45202
hertlein@dinslaw.com

Stephen J. Schuh
2662 Madison Road
Cincinnati, Ohio 45208
sschuh@sandg.net

Richard L. Torbeck, Jr.
R.L. Torbeck Industries, Inc.
355 Industrial Drive
Harrison, Ohio 45030

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